

ROSS RICHARDSON
P.O. Box 399
Butte, MT 59703
phone: (406) 723-3219
fax: (406) 723-9534
e-mail: rossrichardson@qwest.net
I.D. Number 2057

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MONTANA

IN RE

INCREDIBLE AUTO SALES LLC

Debtor(s).

)
)
)
)
)

No. 06-60855

**MEDIA CREDITORS' MOTION TO APPROVE DEBTOR'S
REQUEST TO APPROVE CASH COLLATERAL STIPULATION**

COMES NOW, Clear Channel Radio, Cherry Creek (Fisher) Radio, KSVI-TV, KHMT-TV, KULR-TV/Max Media of MT II LLC, Hayden Marketing, New Northwest Broadcasters, Accent Media Productions, Mobile Appearance Reconditioning Svc, collectively "Media Creditors", who are unsecured creditors in this case, and move this Court to approve the Debtor's Motion to Enter an Order approving the proposed Cash Collateral Stipulation. Further, the Media Creditors oppose the Motion to Modify Stay, or its alternative Motion for Appointment of Trustee, filed by Hyundai Motor Finance Company ("HMFC").

As reflected in the pleadings on file herein, HMFC is a secured creditor in this case. Its collateral includes all new vehicles, all used vehicles, all parts, supplies, machinery, fixtures and receivables owned by the Debtor. The value of this collateral has been previously established by the Debtor at \$2,779,620.42. The Debtor maintains that it owes HMFC the sum of \$2,163,000.00. HMFC asserts that it is owed between \$2,243,608.81 and \$2,275,375.82 (see

Hyundai's Emergency Motion to Prohibit or Condition Use, Sale or Lease of Inventory and/or Cash Collateral and Notice thereof, dated October 26, 2006 and Hyundai's Motion to Modify Stay dated November 17, 2006.

As a part of its initial Motion for Use of Cash Collateral, the Debtor has also agreed to pledge to HMFC as additional collateral the Kia Franchise, which Debtor values at \$800,000.00. In addition, HMFC will have continuing replacement liens on the Debtor's Trust Accounts and any new vehicles. The Debtor projects modest profits over the next twelve months of its operation, which will serve as additional protection for HMFC's debt. Monthly adequate protection payments to HMFC in the amount of \$15,469.00 will commence within 60 days of this Court's order authorizing the use of cash collateral.

If the Debtor is unable to use the cash collateral, it will result in liquidation. The Media Creditors, along with all other unsecured creditors, will be irreparably harmed. It is the Media Creditors' position that HFMC is more than adequately protected by the Debtor's proposed Cash Collateral Stipulation. Further, the intense monitoring of Debtor's financial position assures that protection. All funds received by the Debtor are deposited in its Trust Accounts and HMFC is receiving daily reports of cash deposits and daily balances. HMFC has access to all of the Debtor's records and assets. Management has changed. At this point the Debtor should be allowed to proceed with its reorganization. Sufficient safeguards are in place to meet the requirements of 11 U.S.C. § 361.

DATED this 4th day of December, 2006.

By: /s/ Ross Richardson
Ross Richardson, Attorney for Media Creditors
PO Box 399
Butte, MT 59703

CERTIFICATE OF SERVICE

This is to certify that a copy of the foregoing **MEDIA CREDITORS MOTION TO APPROVE DEBTOR'S REQUEST TO APPROVE CASH COLLATERAL STIPULATION** was duly served upon the following individuals by mailing a true and correct copy of same in the United States Mail at Butte, Montana, on the 4th day of December, 2006:

Neal G. Jensen – electronic mail	William Needler – electronic mail
Bruce Fain – electronic mail	Alan Bryan – electronic mail
Shane Coleman – electronic mail	Charles Hingle – electronic mail
Jason Ritchie – electronic mail	Christopher Birkle – electronic mail
James A. Patten – electronic mail	Doug James – electronic mail

HENNINGSSEN, VUCUROVICH
& RICHARDSON, P.C.

By: /s/ Theresa Duffy
PO Box 399
Butte, MT 59703